

**UNITED STATES DISTRICT COURT
DISTRICT OF MINNESOTA**

Kinkeung Mok, derivatively on behalf of
Tile Shop Holdings, Inc.,

Plaintiff,

v.

Robert A. Rucker, Peter J. Jacullo, III,
Peter H. Kamin, Todd Krasnow, Adam L.
Suttin, William E. Watts, and Fumitake
Nishi,

Defendants,

-and-

Tile Shop Holdings, Inc.,

Nominal Defendant.

Court File No. _____

**PLAINTIFF’S MOTION TO FILE
PORTIONS OF VERIFIED
SHAREHOLDER DERIVATIVE
COMPLAINT UNDER SEAL**

Plaintiff Kinkeung Mok (“Plaintiff”), derivatively on behalf of Tile Shop Holdings, Inc. (“Tile Shop” or the “Company”), by and through his undersigned counsel, respectfully moves this Court for permission to file under seal portions of the Verified Shareholder Derivative Complaint (“Complaint”) and to file a redacted version on the Court’s Electronic Case Filing System. Both proposed versions of the Complaint have been provided for the Court’s review and consideration.

Plaintiff makes this motion pursuant to Federal Rules of Civil Procedure 5.2, LR 79.1(c) and to comply with a Confidentiality Agreement entered on June 23, 2014 between Nominal Defendant Tile Shop, Plaintiff and Plaintiff’s counsel. This motion is

also based upon the accompanying Affidavit of Patricia A. Bloodgood (“Bloodgood Aff.”) and all of the files, records and proceedings herein.

As a shareholder of Tile Shop, Plaintiff requested to inspect and copy certain documents pursuant to Del. Corp. §220(b). In response to this demand, Tile Shop made documents available to Plaintiff and the parties agreed upon terms and provisions to govern the handling of the information. Paragraph 4 of the Confidentiality Agreement states:

If the Mok Parties [collectively Plaintiff Mok and counsel Levi & Korsinsky, LLP] desire to use information that they obtain from Confidential Produced Material in connection with litigation concerning possible claims of mismanagement by Tile Shop’s officers and directors, they shall use their best efforts to file any papers that contain or refer to such information under seal. If a motion or a joint motion for a reasonable order of confidentiality is pending, the Mok Parties shall serve and file any papers that contain or refer to information obtained from Confidential Produced material under seal.

Bloodgood Aff., Ex. A at 2-3.

Therefore, since portions of the Complaint reference information obtained from confidential produced material, Plaintiff respectfully requests that the Court grant this Motion to File Portions of Verified Derivative Complaint Under Seal.

Dated: March 17, 2015

Respectfully submitted,

ZIMMERMAN REED, PLLP

By: _____

Carolyn G. Anderson, No. 275712
Patricia A. Bloodgood, No. 157673
1100 IDS Center, 80 South 8th Street
Minneapolis, MN 55402
Tel: 612.341.0400
Fax: 612.341.0844
Carolyn.Anderson@zimmreed.com
Patricia.Bloodgood@zimmreed.com

LEVI & KORSINSKY, LLP

Nicholas I. Porritt
Adam M. Apton
1101 30th Street N.W., Suite 115
Washington, D.C. 20007
Tel: 202.524.4859
Fax: 202.333.2121
nporritt@zlk.com
aapton@zlk.com

Counsel for Plaintiff Kinkeung Mok